

FREEDOM COURT REPORTING

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1 Volume: I
2 UNITED STATES DISTRICT COURT Pages: 1-94
3 EASTERN DISTRICT OF TEXAS Exhibits: 1-3

4 MARSHALL DIVISION

5 -----

6 PATTY BEALL, MATTHEW MAXWELL,
7 TALINA MCELHANY and KELLY
8 HAMPTON, individually and on
9 behalf of all other similarly
10 situated,

11 Plaintiffs Docket No.
12 vs. 2:08-cv-422 TJW

13 TYLER TECHNOLOGIES, INC. and
14 EDP ENTERPRISES, INC.,

15 Defendants

16 -----

17 DEPOSITION of BETTY J. DUPREE
18 Friday, August 20, 2010
19 9:40 a.m. to 11:41 a.m.
20 Jones Reporting Company
21 Two Oliver Street
22 Boston, Massachusetts 02109
23 Reporter: Heidi B. Stutz, CSR

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1 APPEARANCES:

2

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16 on behalf of the Defendants

17

18 ALSO PRESENT: H. Lynn Moore, Jr., Esq.

19 Executive VP & General Counsel

20 Tyler Technologies, Inc.

21

22

23

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1	I N D E X				
2	WITNESS:	DIRECT	CROSS	REDIRECT	RECROSS
3	BETTY J. DUPREE	4	87	89, 92	91

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1 Q. That's a true statement?

2 A. Right.

3 Q. Okay. So again speaking generally here,
4 you would know the location and you would know the
5 module or modules that would be involved. What
6 other information would you have prior to going,
7 let's say going on to the customer location?

8 A. Usually the customer contact.

9 Q. Customer contact information?

10 A. Yes.

11 Q. Would it be typical for you to speak with
12 the customer prior to going on the location of the
13 customer?

14 A. No.

15 Q. Were there any agenda or schedules with
16 respect to the particular implementation at the
17 customer location that you would have been able to
18 review prior to going on location? And let me ask
19 you a more clear question, because you've used
20 "schedule" in a different context and I don't want
21 to confuse that. You told me about the schedule
22 that you would sometimes get that was specific to
23 you that would basically tell you where to go, and I

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1 understood that to include the location and in some
2 cases at least the module or modules on which you
3 would be training.

4 A. Right, or the part of the module.

5 Q. Right, the part of the module.

6 A. Right.

7 Q. Or if it was fixed assets, the module?

8 A. Right.

9 Q. And my question is was there a more
10 detailed or specific document related to the
11 particular training or particular implementation,
12 rather, that told you what you were going to be
13 doing at particular times, i.e., consulting with the
14 customer representative at 12 o'clock on Monday,
15 having a training class at 2 o'clock on Tuesday,
16 again speaking hypothetically? Was there something
17 like that that you would have been able to review
18 prior to going into the customer location?

19 A. Sometimes.

20 Q. And who, on those occasions when you would
21 have a document like that who would prepare it?

22 A. The project manager.

23 Q. And would it, would the existence of that

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1 kind of document depend on any factor that you could
2 identify?

3 A. It would depend on what they had already
4 done. You know, if they had done requisitions,
5 would it be a requisition review, would it be going
6 to the purchase orders. If it was payroll, have
7 they done X number of tables for payroll, you know,
8 I would do the next set of tables.

9 Q. So I take it these documents that you're
10 referring to would be in different forms and
11 formats?

12 A. Sometimes.

13 Q. Did you call them anything, like a -- I
14 used the term "schedule," but was that document
15 called anything?

16 A. We usually called it a schedule.

17 Q. So the schedule, it sounds like from your
18 testimony, would apprise you of work that had
19 already been done in connection with the servicing
20 of that customer?

21 A. Yes.

22 Q. Would the schedule also provide you with
23 an agenda of what you would be doing?

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1 A. Usually.

2 Q. Were you ever charged with the
3 responsibility to sit down with the customer and
4 create an agenda or schedule that would govern the
5 services that you would provide during the
6 implementation phase with the customer?

7 A. No.

8 Q. In those instances in which a schedule
9 that outlined the function you were to perform at
10 the customer was not prepared, how would you know
11 what those functions were?

12 A. Sometimes I call the project manager and
13 sometimes I would ask the customer what stage they
14 were at.

15 Q. And when you say "what stage," do you mean
16 what stage of the implementation?

17 A. Uh-huh.

18 Q. Is that "yes"?

19 A. Yes. Did they cover, you know, XYZ and
20 did they understand that? And if they did, we would
21 go on to the next step.

22 Q. So from that answer I'm going to assume,
23 and you can tell me if that's incorrect, that you

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1 worked on components of broader implementations in
2 the sense that parts of the implementation would
3 have been completed before you stepped in?

4 A. Yes. It depended. Sometimes we did the
5 whole implementation, sometimes I only did a part of
6 it.

7 Q. Okay. You were talking about, in that
8 last bid of testimony about occasions on which you
9 only did a part of the testimony where you would
10 have the opportunity to either ask the customer or
11 discern from one of these schedules what work had
12 already been done?

13 A. Right.

14 Q. But even on those occasions in which you
15 were involved, I'll say, in the implementation from
16 the beginning to the end, you wouldn't prepare an
17 agenda or schedule to govern the terms?

18 A. No.

19 Q. That's a correct statement?

20 A. That's correct.

21 Q. So when you -- and the answer to this may
22 depend as well. Describe, if you can, your initial
23 meeting with the customer at the customer's

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1 location. Again, you've been told what modules,
2 you've been told where to go, you've been given
3 customer contact information. I take it you're
4 arriving at the city location and asking for the
5 contact person and then you meet with that contact
6 person?

7 A. You meet with them, you introduce
8 yourself, you might ask them a few basic questions,
9 and then you start the implementation, you start
10 training.

11 Q. So it would be typical for you to commence
12 training soon after your arrival at the customer
13 location?

14 A. Yes.

15 Q. This introductory meeting, based on what
16 you've told me, I take it, typically, again
17 typically did not take more than a few hours?

18 A. Probably not more than a half hour.

19 Q. Now, we'll talk more about the training,
20 but I take it this is, the training at a general
21 level involves explaining to employees of the
22 customer how to use Tyler's software?

23 A. Yes.

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1 Q. And this might be in a classroom-type
2 setting?

3 A. Sometimes.

4 Q. Sometimes it might be one on one with
5 particular users?

6 A. Yes.

7 Q. And that would be determined by factors
8 such as the size of the implementation?

9 A. Sometimes.

10 Q. What other factors would that depend on?

11 A. How many employees need to be trained on
12 it.

13 Q. On the particular part of the module?

14 A. Exactly.

15 Q. And how would you know how many employees
16 need to be trained on a particular part of the
17 module?

18 A. The site would determine that.

19 Q. Did you, would it be typical for you to
20 have kind of a central location where you would be
21 providing the training such that people were coming
22 into a conference room or training center or office
23 on a scheduled basis?

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1 A. Sometimes.

2 Q. Okay. When it wasn't like that, how would
3 you describe the training? That would be a case
4 where you would train individuals more one on one?

5 A. Exactly. We did the individual training
6 for a few people and we did the large classrooms.

7 Q. But the process of which, by which the
8 customer would determine what employees needed to be
9 trained on what modules wasn't something in which
10 you were involved?

11 A. No.

12 Q. Was that something in which the project
13 manager was involved or do you know?

14 A. I don't know.

15 Q. Of the -- it sounds like that the bulk of
16 your functions at Tyler involved training employees
17 of the customer. Is that a fair statement?

18 A. Yes.

19 Q. What percentage of your time at Tyler did
20 you spend training customers of the employees? And
21 I know you're not going to be able to give me a
22 precise amount that I'm sure varied from time to
23 time. But I understand there may have been some

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1 you've at least touched upon so far in your
2 deposition would you, you would actually be training
3 customers on the software system?

4 A. Yes:

5 Q. Would the data from their previous system
6 already have been converted to Tyler's system at the
7 time you were conducting the training?

8 A. Not usually. Because I was teaching how
9 to use the system, you know, I would encourage them
10 to use data that they would normally put in, but we
11 practiced on a test system so they didn't have to
12 use actual data. But I encouraged them to use the
13 actual data that they would use.

14 Q. Okay. You're going to have to maybe
15 explain that a little bit to me. They would not use
16 actual data?

17 A. They would use what they would normally,
18 data that they would use, but we would put it into a
19 test system.

20 Q. I see.

21 A. So that it didn't become a permanent
22 record.

23 Q. Were you involved in creating that test

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1 system?

2 A. No.

3 Q. Or was that a programming function?

4 A. That was a programming function.

5 Q. Did you have any role in converting data
6 from the customer's previous system into the MUNIS
7 system?

8 A. I didn't usually get involved in that.

9 There was a conversion team that did that. I
10 sometimes helped the customer check and verify the
11 information after.

12 Q. Okay. And in terms of entering data into
13 the customer's system, that's something that was
14 done by the conversion department?

15 A. Depends.

16 Q. Was it something that was done by you?

17 A. Depends what module it is and what
18 information you're talking about. We built the
19 payroll tables or the customer built the payroll
20 tables. The conversion data was records that they
21 had from the previous system that they could put
22 into the MUNIS data using the tables.

23 Q. And who did that function? Was that the

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1 customer or was that the converse department or was
2 that you?

3 A. The conversion department did that.

4 Q. Okay. You as an implementation specialist
5 typically wouldn't do that?

6 A. No. We usually helped them build the
7 tables, but I didn't normally put the data in, put
8 the conversion data into it.

9 Q. And let me make sure I understand. When
10 you assisted a customer in building the tables were
11 you counting that in the approximately 80 percent
12 range that you used or would that building, table
13 building --

14 A. That's part of the training.

15 Q. Okay. And tell me what's involved in
16 building a table.

17 A. Depends what module it is. If it's
18 payroll, you have to put in whether they're hourly,
19 salary, how often they get paid, weekly, biweekly,
20 monthly, the tax tables for the federal and whatever
21 state they're in, what benefits they have.

22 Q. So for payroll this table basically is
23 different information that would be input into the

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1 system with respect to each of the employees?

2 A. You build the tables and then you tie the
3 employee to that table.

4 Q. I see. So the table in that sense is
5 generic?

6 A. Right.

7 Q. Once the particular employee information
8 is input, then it becomes specific to that employee?

9 A. Right.

10 Q. And you're not involved in inputting that
11 specific information about the particular employees,
12 you're involved in building the table, is that a
13 correct statement?

14 A. Well, we would help them put, you know,
15 enter employees and tie the employees to the tables,
16 too. That's part of the training.

17 Q. Okay. Did you use any Power Points or
18 overhead presentations when conducting training?

19 A. I didn't, no.

20 Q. You were actually on the system with the
21 customer?

22 A. Yes.

23 Q. And the customer typically would have a

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1 that something that had already been determined
2 through discussions with the project manager?

3 A. Ask that a different way.

4 Q. Yeah, let me try to do that and maybe lay
5 a little better predicate for the question.

6 I understand that these different
7 modules or parts of these modules may have different
8 features that the client or that a particular client
9 may elect to utilize or not utilize. Is that
10 correct generally?

11 A. Yes.

12 Q. My question is were you involved in
13 discussions with the client to arrive at a
14 collective decision or, I guess -- let me scratch
15 that.

16 Were you involved in discussions
17 with the client whereby the client chose which of
18 these features to elect or was that something that
19 was done at some earlier stage typically?

20 A. That was done at an earlier stage because
21 each module had, was priced differently. So if they
22 used requisitions, they paid for that. If they
23 didn't use requisitions, they used purchase orders,

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1 they paid for that, but they couldn't use
2 requisitions.

3 Q. But were there different features within
4 the requisition software that the customer could
5 elect to utilize or not utilize?

6 A. They could elect to utilize it or not
7 utilize it. But if they bought the requisition
8 software, they could use all of it. Whether they
9 decided to or not was their choice.

10 Q. And my question to you is were you
11 involved in any dialogue with the customer whereby
12 you were explaining those different features to
13 enable them to make those decisions or was that
14 something done at a previous stage, if at all?

15 A. Well, if we were talking requisitions, I
16 would talk to them about what they wanted to use on
17 it. But I didn't talk to them as to whether they
18 wanted to purchase it or not. That was done long
19 before I got there.

20 Q. Okay. When I'm talking about features,
21 and I may be wrong, but I'm understanding that there
22 are certain things that you can do with the
23 requisition software options that you could use

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1 within the software that the customer might elect to
2 use or not, say, well, no, for my system that's too
3 complicated or I don't really need that and not use
4 it.

5 A. Right.

6 Q. That's what I'm thinking of when I'm
7 saying "features."

8 A. Exactly. And that would come out when we
9 were training. I would show them what it had and
10 they would say yes or no. Usually if they bought
11 it, they did want to use it usually.

12 Q. So you would explain the software to them,
13 explain the different features, and they would tell
14 you whether or not they were interested in utilizing
15 particular features in their setup? Is that not
16 quite right?

17 A. Not quite right.

18 Q. Why not?

19 A. I would show them what the features were
20 and they would decide whether they wanted to use it
21 or not, but that was part of the training.

22 Q. And would that decision be communicated to
23 you, the decision as to whether or not, yeah, that

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1 sounds like an interesting feature that we would use
2 or, no, that's probably too complicated for us?

3 A. I think those decisions would probably be
4 made more in the sales representative or in the
5 project kickoff rather than when I start the
6 training. Because when I start the training they
7 know what they want.

8 Q. Okay. So in the course of training and
9 setting up these tables would customers ever ask you
10 for input or advice as to what they should do with
11 the software?

12 A. Well, they usually tried and I'd say it's
13 up to you, it's your system. You have to use it.
14 It has to fit the way you want it to. It's not my
15 decision to make for you.

16 Q. What kind of questions, give me an example
17 of a question that they would ask you about what
18 they should do in terms of, I guess, how to set up
19 the table or how to use the software or what feature
20 to use.

21 A. In specific terms I really don't remember -
22 because it's been, the last three years I didn't do
23 startup implementations. I worked on systems that

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1 page.

2 A. When they're using that module on the
3 production system on a daily basis.

4 Q. It's true that even on a system that's
5 part of this installed module team that there would
6 be a time when the customer went live?

7 A. For that module, yes.

8 Q. Was there anything that you could identify
9 that was a factor or that otherwise determined
10 whether or not you were on site when the customer
11 went live with that particular module? You said
12 there might have been occasions where you were
13 there. It wouldn't be typical. My question is
14 whether some particular set of facts or
15 circumstances that warranted your presence at the
16 customer location when they went live or did it just
17 kind of depend on --

18 A. It depended on if the customer wanted
19 somebody there or not.

20 Q. So that would have been something that
21 would have been prearranged with the customer and
22 the --

23 A. And Jim Mundy.

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1 Q. And Jim. And what about the provision of
2 post live support? Is that something you did during
3 these final three years of your employment in terms
4 of answering the customer's questions after they
5 went live as to operational questions?

6 A. Usually after they went live they had to
7 call support.

8 Q. Were there times when they called you or
9 would that be unusual?

10 A. It would be unusual.

11 Q. Did you have a practice of referring
12 customers to support if they did call you after they
13 had gone live with the system during this three-year
14 period in which you were on the installed module
15 team?

16 A. Me being me, I would probably try to
17 answer their question.

18 Q. Was that contrary to any Tyler policy or
19 practice of which you were aware?

20 A. Not that I'm aware of.

21 Q. The presence at the customer site during
22 the go-live process, in particular in your presence,
23 was that something that occurred more often prior to

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1 you being part of this installed module team?

2 A. Yes.

3 Q. Would it have been routine that you would

4 have been at the customer location prior to the --

5 I'm sorry, during the go-live process during that

6 time prior to the creation of this installed module

7 team?

8 A. Yes.

9 Q. And you would be providing assistance on
10 an as needed basis?

11 A. Yes.

12 Q. Additional training as was required?

13 A. Yes.

14 Q. Did you have an understanding at Tyler
15 that your being placed on the installed module team
16 had something to do with your experience level?

17 A. Yes.

18 Q. What was the basis of that understanding?

19 A. Because I'd been there so long.

20 Q. Right. I think you misunderstand my
21 question. That could be because I didn't ask a
22 precise enough question. But what was it about your
23 experience level that made it preferable to Tyler

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1 that you be on this installed module team?

2 A. Because I knew so many modules and I was
3 so familiar with so many modules and new people
4 coming in didn't have that experience.

5 Q. I see. So you could kind of jump back and
6 forth to different modules more readily than someone
7 who was more junior?

8 A. Yes.

9 Q. That's what you meant?

10 A. Yes.

11 Q. Got it.

12 Let me ask a question, first of all,
13 with respect to this three-year period of your
14 employment during which you were on this installed
15 module team. Did you track your hours?

16 A. I did not.

17 Q. Did you complete expense reports?

18 A. Yes, I did.

19 Q. Did those expense reports indicate whether
20 or not your time was billable to the client?

21 A. It did record the billable time to the
22 client. It recorded the time I left the house, the
23 time I got back, how many miles I went. It did not

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1 like Mr. Sansone or Mr. Hepburn or anyone else about
2 the issue of overtime pay for implementation
3 consultants?

4 A. No.

5 Q. Okay. So understanding that the claim in
6 the case is that you weren't paid for hours worked
7 over 40, are there any documents that we or anyone
8 else could look at to determine the number of hours
9 that you worked in a particular week at Tyler
10 Technologies? Let's start, first of all, focus the
11 answer on that final three years of your employment
12 when you were on the installed module team.

13 A. The only thing that's on record are the
14 travel reports.

15 Q. And we've already established that we
16 could not necessarily -- well, that we could not use
17 those to assess with precision or specificity
18 precise number of hours worked during a week?

19 A. I suppose it depends on whether you want
20 to include the travel as work hours.

21 Q. Let's say we did not include the travel as
22 work hours. Could you then use the expense reports
23 to determine the precise number of hours that you

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1 worked in a particular week?

2 A. I'm not sure. I don't think so.

3 Q. Are there any other documents of which
4 you're aware that we could look at to determine the
5 hours that you worked during a particular week or
6 did you already tell me it would just be the expense
7 reports?

8 A. Just the expense report, that's it.

9 Q. All right. Did you keep any personal
10 documents such as a daytimer --

11 A. No.

12 Q. -- or journal or diary or anything like
13 that?

14 A. No.

15 Q. No, you did not?

16 A. No.

17 Q. If you were asked to provide an estimate
18 of the number of hours that you worked during that
19 three-year period in which you were on the installed
20 module team on a weekly basis that would be your
21 best estimate?

22 A. Minimum between 60 and 70.

23 Q. Does that include your travel time?

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1 A. Yes.

2 Q. When you were doing implementation work
3 during the approximately three-year period you were
4 on the installed module team were you ever required
5 to perform work that required you to interface with
6 third-party software?

7 A. From somebody else?

8 Q. What's that?

9 A. Software from somebody else?

10 Q. Right. Did you ever have to look at how
11 Tyler's software functioned in conjunction with a
12 software that a third party had provided to the
13 customer either prior to or during the
14 implementation that you were working on?

15 A. I don't recall doing that.

16 Q. Did you work with a software called
17 Crystal?

18 A. Sorry, yes, I did work with Crystal.

19 Q. Okay. That's an example of a third-party
20 software?

21 A. So I did with Crystal, yes.

22 Q. What is Crystal?

23 A. It's a reporting, report record.

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1 you being part of this installed module team?

2 A. Yes.

3 Q. Would it have been routine that you would
4 have been at the customer location prior to the --
5 I'm sorry, during the go-live process during that
6 time prior to the creation of this installed module
7 team?

8 A. Yes.

9 Q. And you would be providing assistance on
10 an as needed basis?

11 A. Yes.

12 Q. Additional training as was required?

13 A. Yes.

14 Q. Did you have an understanding at Tyler
15 that your being placed on the installed module team
16 had something to do with your experience level?

17 A. Yes.

18 Q. What was the basis of that understanding?

19 A. Because I'd been there so long.

20 Q. Right. I think you misunderstand my
21 question. That could be because I didn't ask a
22 precise enough question. But what was it about your
23 experience level that made it preferable to Tyler

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1 that you be on this installed module team?

2 A. Because I knew so many modules and I was
3 so familiar with so many modules and new people
4 coming in didn't have that experience.

5 Q. I see. So you could kind of jump back and
6 forth to different modules more readily than someone
7 who was more junior?

8 A. Yes.

9 Q. That's what you meant?

10 A. Yes.

11 Q. Got it.

12 Let me ask a question, first of all,
13 with respect to this three-year period of your
14 employment during which you were on this installed
15 module team. Did you track your hours?

16 A. I did not.

17 Q. Did you complete expense reports?

18 A. Yes, I did.

19 Q. Did those expense reports indicate whether
20 or not your time was billable to the client?

21 A. It did record the billable time to the
22 client. It recorded the time I left the house, the
23 time I got back, how many miles I went. It did not

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1 record my prep time.

2 Q. Did it -- let me take a hypothetical day
3 where -- first of all, did it record travel time?

4 A. Yes.

5 Q. Let's take a hypothetical day where you
6 traveled to California and let's say all you did was
7 traveled during that day, which I take it could be
8 the case given that length.

9 A. Yes.

10 Q. Would the time record -- first of all,
11 what do we call the time record? Expense report?

12 A. Expense report.

13 Q. Would the expense report indicate the
14 exact number of hours that you were traveling or
15 would it just indicate something else?

16 A. It would indicate the time I left the
17 house.

18 Q. Would it indicate the time that you
19 arrived at the --

20 A. No.

21 Q. Okay. So I couldn't look at an expense
22 report for my hypothetical day that I've created and
23 say, okay, Miss Dupree was traveling for X amount of

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1 hours that day, it would only tell me the time that
2 you left?

3 A. Right.

4 Q. And I take it that didn't change based on
5 or in connection with your transition to this
6 installation module team?

7 A. Correct.

8 Q. You understand that the allegation in this
9 lawsuit is that you were not paid for hours over 40
10 that you worked while you were at Tyler?

11 A. Correct.

12 Q. First of all, did you ever complain about
13 not receiving overtime to anyone at Tyler other than
14 in connection with this lawsuit while you were --

15 A. No. I didn't think it would do any good,
16 so I didn't.

17 Q. Why did you not think it would do any
18 good? Just because that was the system that was in
19 place?

20 A. Yes.

21 Q. Had you had any -- I used the term
22 "complaint" and that might have restricted your
23 answer. Did you have any discussions with anyone